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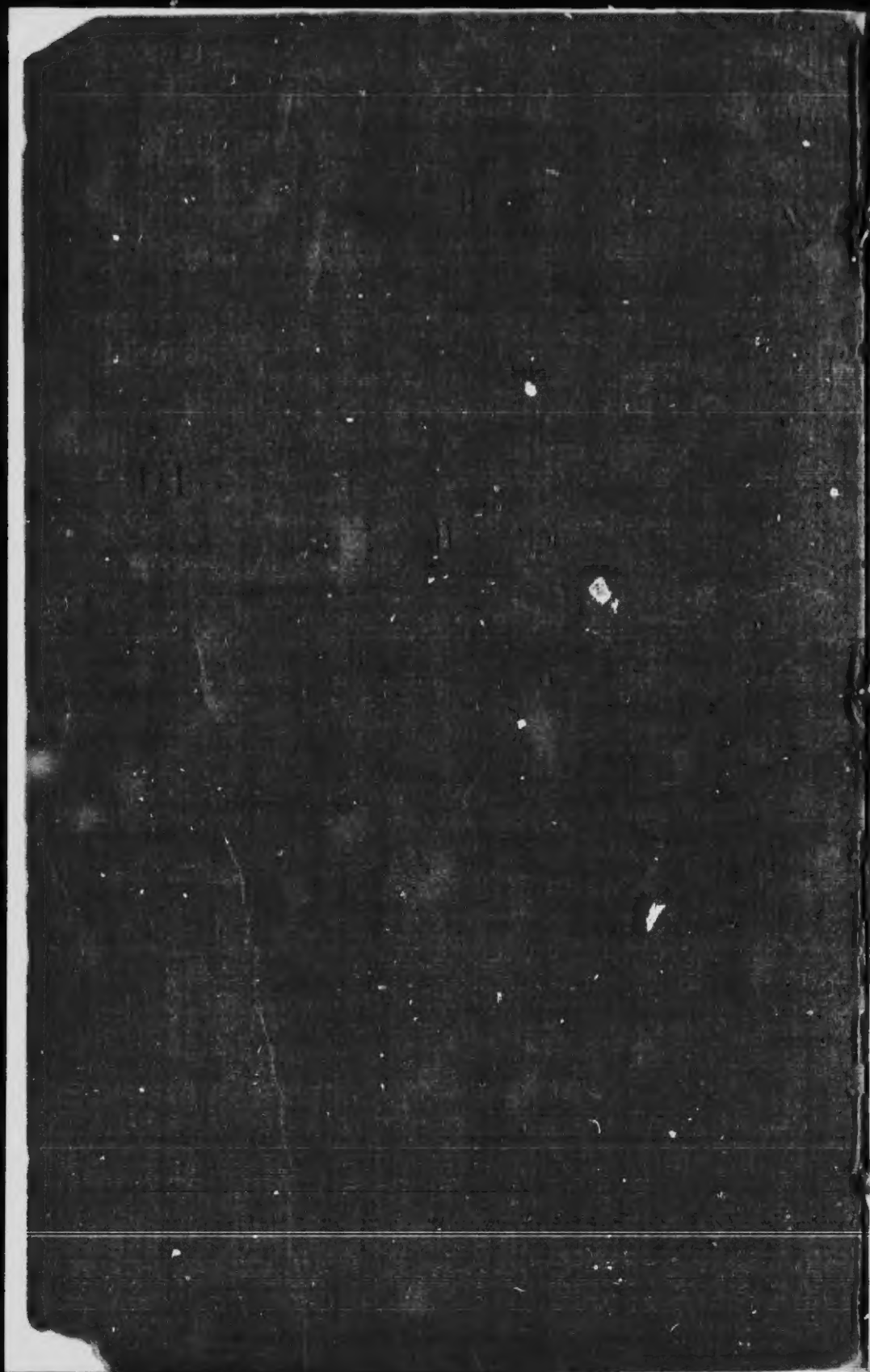


CONSTITUTION  
BY-LAWS  
AND  
ACT OF INCORPORATION  
OF THE  
CANADIAN  
HANDICRAFTS  
GUILD  
(INCORPORATED)



MONTREAL

1907



**CONSTITUTION AND BY-LAWS**  
**OF THE**  
**Canadian Handicrafts Guild**

(Incorporated under Statutes of Canada,  
6 Edw. VII. cap. 75.)

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**CONSTITUTION**

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**ARTICLE I.**

**NAME AND CHARACTER.**

The name of this Association shall be "The Canadian Handicrafts Guild," with headquarters in Montreal.

The Guild is "a benevolent association for the purpose of encouraging, retaining, reviving and developing Canadian Handicrafts and Home Art Industries, providing markets for the same, facilitating and spreading habits of home industry and thrift, holding and taking part in exhibitions, providing any kind of instructions connected with the objects aforesaid, and carrying on all sorts of business operations necessary for the said objects, but without personal profit to the members of the Guild."

## ARTICLE II.

### OBJECTS.

The objects of the Guild shall be :

1. To encourage, retain, revive and develop Canadian Handicrafts and Art Industries throughout the Dominion.
2. To prevent the loss, extinction and deterioration of the same.
3. To encourage and preserve any such crafts and industries possessed by new settlers.
4. To aid people skilled in any such crafts and industries by providing markets for their products in Canada and abroad.
5. To encourage industry in homes of the people by making it profitable and honourable.
6. To carry on and take part in exhibitions of home arts, industries and crafts.
7. To provide instruction in, and proper directions for, such arts, industries and crafts.
8. To educate the public to the value of such arts, industries and crafts, and of good hand work.
9. To keep records of the same in order to prevent their extinction.

## ARTICLE III.

### MEMBERSHIP.

The Canadian Handicrafts Guild shall, if possible, be under the patronage of the

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Governor-General and one or more ladies of his household.

1. Persons subscribing One Dollar (\$1.00) annually shall be members of the Guild and shall have one vote each at all General Meetings. The Guild shall have the right to reject persons whom they shall deem undesirable.

2. Council Members may be elected by the General Committee from the members of the Guild. The term "Council Members" means those members whom the General Committee consider will be of assistance to the Guild on account of the value of their advice and personal influence.

3. Any person who contributes to the general funds of the Guild the sum of fifty dollars (\$50), or a gift in kind equivalent thereto in the estimation of the General Committee, or any person indicated in his stead by such contributor, may be elected by the General Committee a life member of the Corporation; but this amount of qualification may be increased by the General Committee.

Non-residents may be elected honorary members at the discretion of the General Committee.

#### ARTICLE IV.

##### OFFICERS AND COMMITTEES.

1. A General Committee of twenty-two members shall be elected at the Annual Meet-



ing of the Canadian Handicrafts Guild to exercise the powers of such Committee as set forth in, and subject to the provisions of Sections 5, 6, 7, 8, 9 and 11 of the Charter.

2. The Executive Committee to be appointed by the General Committee, as provided in the Charter, shall consist of not less than twelve (12) members; i.e., the officers of the Guild (not including the Honorary President and Honorary Vice-President), and such other members as may be necessary to make up the required number.

## ARTICLE V.

### AMENDMENTS.

The Constitution and the By-laws may be added to, repealed or amended at a General Meeting of the Guild specially called for the purpose or at an Annual General Meeting of the Guild after due notice.

## ARTICLE VI.

### MEETINGS.

1. There shall be an Annual Meeting for the election of the General Committee, the reading of reports, and the transaction of other general business, on the 12th of January, unless that date be a non-juridical day, in which case the next following juridical day shall be substituted.



2. At all general meetings members not present may vote by proxy.

3. When any motion affecting the Constitution or By-laws is to be brought before an Annual Meeting, notice setting forth the same must be given in the manner hereinafter provided in the case of special general meetings.

4. Special Meetings of the Guild may be called by the President, or a Vice-President, or by the Secretary at the written request of ten members, one week's notice to be given in writing through the ordinary mail.

5. In the case of alterations or additions to the Constitution or By-laws a two-thirds vote shall be required in order to carry, but in all other cases at meetings of the Guild and its Committees the majority shall rule, and in the event of a tie the Chairman shall have a casting vote.

6. At all meetings of the Guild fifteen (15) members present shall constitute a quorum.

7. All elections shall be by ballot unless by acclamation.

## **BY-LAWS**

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### **I.**

#### **COMMITTEE MEETINGS.**

1. The General Committee shall meet at least quarterly.
2. The Executive Committee shall meet at least monthly.
3. Special meetings of the General Committee and of the Executive Committee may be called by the President, or a Vice-President, or by the Secretary at the request of two members, by giving three days notice in writing through the ordinary mail.

### **II.**

#### **QUORUMS AT COMMITTEE MEETINGS.**

1. Seven members of the General Committee shall form a quorum, which may be changed from time to time by the Annual General Meeting.
2. Five members of the Executive Committee shall form a quorum, except during the period from the 1st of May to the 1st of October when three shall be sufficient.

### **III.**

#### **ABSENCES.**

Three consecutive absences from Committee meetings without satisfactory explanations shall constitute resignation.

#### IV.

##### ORDER OF BUSINESS.

Roll Call.

Minutes.

Business arising out of minutes.

Correspondence.

Reports.

New Business.

#### V.

##### RESOLUTIONS.

All resolutions and motions must be handed  
to the Secretary in writing.

## **AN ACT TO INCORPORATE THE CANADIAN HANDICRAFTS GUILD.**

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### **PREAMBLE.**

Whereas, the persons hereinafter mentioned have by their petition represented that they are desirous of being incorporated under the name of "THE CANADIAN HANDICRAFTS GUILD," as a benevolent association for the purposes of encouraging, retaining, reviving and developing Canadian handicrafts and home and art industries, providing markets for the same, facilitating and spreading habits of home industry and thrift, holding and taking part in exhibitions, providing any kind of instructions connected with the objects aforesaid, and carrying on all sorts of business operations necessary for the said objects, but without personal profit to the members of the Guild ; and whereas, it is expedient to grant the prayer of the said petition ; Therefore His Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows :

### **INCORPORATION.**

1. The Right Honourable Lord Strathcona and Mount Royal, Their Lordships Chief Justice the Honourable Sir Melbourne Tait and the Honourable Louis Wilfred Sicotte, Judge of Sessions ; The Honourable Sir George

A. Drummond and Sir William Hingston, Senators; The Honourable Louis Olivier Taillon, King's Counsel, ex-Premier of Quebec; Honoré Beaugrand, gentleman, ex-Mayor of Montreal; William Douw Lighthall, advocate; Edward W. H. Phillips, notary; Charles Auguste Harwood, advocate; Mary M. Phillips, President of the Canadian Handicrafts Guild; Mary Muir and J. Mildred Robertson, Mary Cronyn Molson, Lady Tait, Mary E. Chaffee, Jean H. Woods, Cybel Wilkes Lighthall, Lena Armstrong, Mary Peck, all of the City of Montreal, together with such other persons as may be hereafter associated with them as corporators, are hereby constituted a body politic and corporate under the name of "THE CANADIAN HANDICRAFTS GUILD," hereinafter called "The Guild."

#### CORPORATE NAME.

#### OBJECTS.

#### 2. The objects of the Guild shall be :

- (1.) To encourage retain, revive and develop Canadian Handicrafts and Art Industries throughout the Dominion.
- (2.) To prevent the loss, extinction and deterioration of the same.
- (3.) To encourage and preserve any such crafts and industries possessed by new settlers.

- (4.) To aid people skilled in any such crafts and industries, by providing markets for their products in Canada and abroad.
- (5.) To encourage industry in the homes of the people by making it profitable and honourable.
- (6.) To carry on and take part in exhibitions of home arts, industries and crafts.
- (7.) To provide instruction in, and proper direction for, such arts, industries and crafts.
- (8.) To educate the public to the value of such arts, industries and crafts and of good hand work.
- (9.) To keep records of the same, in order to prevent their extinction.

#### GENERAL POWERS

3. The Guild shall have power for the objects aforesaid,—

- (a) to buy and sell goods, wares and merchandise, and to engage in all kinds of commercial transactions incidental and necessary thereto, subject to the provisions of section 14 of this Act ;
- (b) to take, hold, possess and acquire by purchase, exchange, donation, devise, bequest, endowment or otherwise, all such movable property or immovable property not exceeding twenty-five thousand

dollars annual value, as may be required for the use of the Guild or for the purpose of procuring revenue, and the same to sell, mortgage, pledge, hypothecate or alienate in any manner whatever ;

(c) to borrow money ;

(d) to exhibit goods wherever desirable, to hold exhibitions and to open depots, stores and shops.

(e) to appoint agents and instructors and to open schools and classes anywhere, for instruction in and concerning the objects aforesaid.

#### CORPORATORS.

4. The corporators shall be composed of the persons mentioned in Section I of this Act and of the life members qualified as provided by this Act and of the patrons, life governors and members qualified as provided by the Constitution and By-laws of the Guild.

#### GENERAL COMMITTEE.

5. The affairs of the Guild shall be managed by a general committee, which shall be elected annually by the corporators at the annual general meeting, in such manner and with such power as may be decided from time to time by the Constitution and By-laws of the Guild.



### **EXECUTIVE COMMITTEE.**

6. The General Committee may appoint, out of its own members, an executive committee to administer the business and affairs of the Guild until replaced by their successors.

### **OFFICERS.**

7. The general committee shall also have power to elect from among themselves a president, an honorary president, an honorary vice-president, and such vice-presidents, treasurers, secretaries and other officers as they may think best.

### **POWERS OF GENERAL COMMITTEE.**

8. The general committee shall, subject to the provisions of this Act, have control and management of all the property, movable and immovable, of the Guild, of every kind and description, and may, from time to time, make, repeal and amend by-laws, resolutions, rules and regulations for the following purposes, namely :

#### **BY-LAWS.**

- (1) The election of officers.
- (2) The management, direction and good government and control of the Guild and of its property and operations of every kind and description, and of all its departments, depots and branches, including all matters and things incidental

thereto and necessary and expedient for the management, administration, use and improvement thereof ; the establishment, direction and control of the buying, selling, shipping, banking, investing, storing, financial, travelling, lecturing, teaching, exhibiting, and educational matters and propaganda of every kind and description in connection therewith, including the appointment, dismissal and payment of all employees and instructors and all other agents of every kind ; and finally to provide for, decide and regulate all matters and things falling within the power of the Guild, except such as are otherwise specially provided for in this Act.

(3) To fix and determine from time to time all matters and things concerning the constitution of and representation on the said general committee, and of the said executive committee :

Provided, that no addition to, repeal or amendment of the said by-laws, resolutions, rules and regulations dealing with the matters referred to in paragraph 3 of this section shall come into force until confirmed at a meeting of the Guild, especially called for the purpose, or at the next annual general meeting of the Guild, after due notice.

### QUORUM OF GENERAL COMMITTEE.

9. Seven members of the general committee shall form a quorum, which may be changed from time to time by the annual general meeting.

### FIRST GENERAL COMMITTEE.

10. The following persons shall be the first general committee and officers of the Guild, namely :

Honorary President, The Right Honourable Lord Strathcona and Mount Royal ; Honorary Vice-President, The Honourable Sir Melbourne Tait ; President, Mary M. Phillips ; Treasurer, Mary D. Muir ; Secretaries, Mary Cronyn Molson and Cybel W. Lighthall ; and Mary Peck, Mary E. Chaffee, Jean H. Woods, William D. Lighthall, Edward W. H. Phillips, Lady Tait, Lena Armstrong and J. Mildred Robertson.

2. The said first general committee and officers shall have all the powers by this Act conferred on the general committee and officers, and shall hold office until their successors are appointed under the provisions of this Act.

### LIFE MEMBERS.

11. Any person who contributes to the general funds of the Guild the sum of fifty

dollars, or a gift in kind equivalent thereto in the estimation of the general committee, or any person indicated in his stead by such contributor, may be elected by the general committee a life member of the corporation ; but this amount of qualification may be increased by the general committee.

#### **HEAD OFFICE, ANNUAL MEETING.**

##### **PROXIES.**

12. The head office of the Guild shall be at the City of Montreal, where the annual general meeting shall be held. Members not present may vote by proxy.

##### **BRANCHES, ETC.**

13. The Guild may establish branches wherever and whenever it may decide to do so, and may carry on its operations outside of the Dominion wherever it may seem advisable.

#### **PERSONAL PROFITS BY MEMBERS**

##### **FORBIDDEN.**

##### **COMPENSATION FOR EXPENSE.**

14. The members of the Guild shall not make any personal profit out of its affairs ; provided that the general committee may allow fair compensation and re-imbursement for any sums expended and expenses incurred on behalf of the Guild.



